COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE JOINT APPLICATION OF BELLSOUTH

MOBILITY, INC., KENTUCKY CGSA, INC.,

LEXINGTON MSA LIMITED PARTNERSHIP, AND

LIN CELLULAR, INC. FOR APPROVAL OF THE

MERGER OF BELLSOUTH MOBILITY, INC. INTO

LIN CELLULAR, INC.

ORDER

Upon motion of the joint applicants, BellSouth Mobility, Inc.; Kentucky CGSA, Inc.; Lexington MSA Limited Partnership; and LIN Cellular, Inc., for a voluntary dismissal and withdrawal of their joint application for approval of the merger of BellSouth Mobility, Inc., into LIN Cellular, Inc., and the Commission being otherwise sufficiently advised,

IT IS THEREFORE ORDERED that said joint application shall be and hereby is dismissed without prejudice.

Done at Frankfort, Kentucky, this 18th day of December, 1989.

Chairman Laves Vice Chairman

Commissioner

PUBLIC SERVICE COMMISSION

ATTEST: